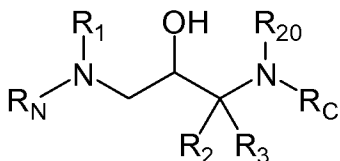


Listing of claims:

The following listing of claims will replace all prior versions and listings of claims in the application.

1. (Currently Amended) A compound of the formula I:



or a pharmaceutically acceptable salt or ester thereof, wherein R₂₀ is H;

R₁ is

~~aryl, heteroaryl, heterocyclyl,~~ -C₁-C₆ alkyl-aryl, -C₁-C₆ alkyl-heteroaryl, or -C₁-C₆ alkyl-heterocyclyl, where the ring portions of each are optionally substituted with 1, 2, 3, or 4 groups independently selected from halogen, -OH, -SH, -C≡N, -NR₁₀₅R'₁₀₅, -CO₂R, -N(R)COR', -N(R)SO₂R', -C(=O)-(C₁-C₄) alkyl, -SO₂-amino, -SO₂-mono or dialkylamino, -C(=O)-amino, -C(=O)-mono or dialkylamino, -SO₂-(C₁-C₄) alkyl, or C₁-C₆ alkoxy optionally substituted with 1, 2, or 3 groups which are independently selected from halogen;

R and R' independently are hydrogen, C₁-C₁₀ alkyl, C₁-C₁₀ alkylaryl or C₁-C₁₀ alkylheteroaryl;

R_C is hydrogen, -(CR₂₄₅R₂₅₀)₀₋₄-aryl, -(CR₂₄₅R₂₅₀)₀₋₄-heteroaryl, -(CR₂₄₅R₂₅₀)₀₋₄-heterocyclyl, -(CR₂₄₅R₂₅₀)₀₋₄-aryl-heteroaryl, -(CR₂₄₅R₂₅₀)₀₋₄-aryl-heterocyclyl, -(CR₂₄₅R₂₅₀)₀₋₄-aryl-aryl, -(CR₂₄₅R₂₅₀)₀₋₄-heteroaryl-aryl, -(CR₂₄₅R₂₅₀)₀₋₄-heteroaryl-heterocyclyl, -(CR₂₄₅R₂₅₀)₀₋₄-heteroaryl-heteroaryl, -(CR₂₄₅R₂₅₀)₀₋₄-heterocyclyl-heteroaryl, -(CR₂₄₅R₂₅₀)₀₋₄-heterocyclyl-heterocyclyl, -(CR₂₄₅R₂₅₀)₀₋₄-heterocyclyl-aryl,

-[C(R₂₅₅)(R₂₆₀)]₁₋₃-CO-N-(R₂₅₅)₂, -CH(aryl)₂, -CH(heteroaryl)₂,
 -CH(heterocyclyl)₂, -CH(aryl)(heteroaryl), -(CH₂)₀₋₁-
 CH((CH₂)₀₋₆-OH)-(CH₂)₀₋₁-aryl, -(CH₂)₀₋₁-CH((CH₂)₀₋₆-OH)-(CH₂)₀₋₁-
 heteroaryl, -CH(-aryl or -heteroaryl)-CO-O(C₁-C₄ alkyl),
 -CH(-CH₂-OH)-CH(OH)-phenyl-NO₂, (C₁-C₆ alkyl)-O-(C₁-C₆ alkyl)-
 OH; -CH₂-NH-CH₂-CH(-O-CH₂-CH₃)₂, -(CH₂)₀₋₆-C(=NR₂₃₅)(NR₂₃₅R₂₄₀),
 or

cyclopentyl, cyclohexyl, or cycloheptyl ring fused to aryl,
 heteroaryl, or heterocyclyl wherein one, two or three
 carbons of the cyclopentyl, cyclohexyl, or cycloheptyl
 is optionally replaced with a heteroatom independently
 selected from NH, NR₂₁₅, O, or S(=O)₀₋₂, and wherein the
 cyclopentyl, cyclohexyl, or cycloheptyl group can be
 optionally substituted with one or two groups that are
 independently R₂₀₅, =O, -CO-NR₂₃₅R₂₄₀, or -SO₂-(C₁-C₄
 alkyl),

wherein

each aryl and heteroaryl is optionally substituted with 1,
 2, or 3 R₂₀₀, and wherein each heterocyclyl is
 optionally substituted with 1, 2, 3, or 4 R₂₁₀;

R₂₀₀ at each occurrence is independently selected from -OH, -NO₂,
 halogen, -CO₂H, C≡N, -(CH₂)₀₋₄-CO-NR₂₂₀R₂₂₅, -(CH₂)₀₋₄-CO-(C₁-C₁₂
 alkyl), -(CH₂)₀₋₄-CO-(C₂-C₁₂ alkenyl), -(CH₂)₀₋₄-CO-(C₂-C₁₂
 alkynyl), -(CH₂)₀₋₄-CO-(C₃-C₇ cycloalkyl), -(CH₂)₀₋₄-CO-aryl,
 -(CH₂)₀₋₄-CO-heteroaryl, -(CH₂)₀₋₄-CO-heterocyclyl, -(CH₂)₀₋₄-
 CO-O-R₂₁₅, -(CH₂)₀₋₄-SO₂-NR₂₂₀R₂₂₅, -(CH₂)₀₋₄-SO-(C₁-C₈ alkyl),
 -(CH₂)₀₋₄-SO₂-(C₁-C₁₂ alkyl), -(CH₂)₀₋₄-SO₂-(C₃-C₇ cycloalkyl),
 -(CH₂)₀₋₄-N(H or R₂₁₅)-CO-O-R₂₁₅, -(CH₂)₀₋₄-N(H or R₂₁₅)-CO-
 N(R₂₁₅)₂, -(CH₂)₀₋₄-N-CS-N(R₂₁₅)₂, -(CH₂)₀₋₄-N(-H or R₂₁₅)-CO-R₂₂₀,
 -(CH₂)₀₋₄-NR₂₂₀R₂₂₅, -(CH₂)₀₋₄-O-CO-(C₁-C₆ alkyl), -(CH₂)₀₋₄-O-
 P(O)-(OR₂₄₀)₂, -(CH₂)₀₋₄-O-CO-N(R₂₁₅)₂, -(CH₂)₀₋₄-O-CS-N(R₂₁₅)₂,
 -(CH₂)₀₋₄-O-(R₂₁₅), -(CH₂)₀₋₄-O-(R₂₁₅)-COOH, -(CH₂)₀₋₄-S-(R₂₁₅),
 -(CH₂)₀₋₄-O-(C₁-C₆ alkyl optionally substituted with 1, 2, 3,

or 5 -F), C₃-C₇ cycloalkyl, -(CH₂)₀₋₄-N(H or R₂₁₅)-SO₂-R₂₂₀,
 -(CH₂)₀₋₄-C₃-C₇ cycloalkyl, or
 C₁-C₁₀ alkyl optionally substituted with 1, 2, or 3 R₂₀₅
 groups, or
 C₂-C₁₀ alkenyl or C₂-C₁₀ alkynyl, each of which is optionally
 substituted with 1 or 2 R₂₀₅ groups, wherein
 the aryl and heteroaryl groups at each occurrence are
 optionally substituted with 1, 2, or 3 groups that are
 independently R₂₀₅, R₂₁₀, or
 C₁-C₆ alkyl substituted with 1, 2, or 3 groups that are
 independently R₂₀₅ or R₂₁₀, and wherein
 the heterocyclyl group at each occurrence is optionally
 substituted with 1, 2, or 3 groups that are
 independently R₂₁₀;

R₂₀₅ at each occurrence is independently selected from C₁-C₆
 alkyl, halogen, -OH, -O-phenyl, -SH, -C≡N, -CF₃, C₁-C₆
 alkoxy, NH₂, NH(C₁-C₆ alkyl) or N-(C₁-C₆ alkyl)(C₁-C₆ alkyl);

R₂₁₀ at each occurrence is independently selected from halogen,
 C₁-C₆ alkoxy, C₁-C₆ haloalkoxy, -NR₂₂₀R₂₂₅, OH, C≡N, -CO-(C₁-C₄
 alkyl), -SO₂-NR₂₃₅R₂₄₀, -CO-NR₂₃₅R₂₄₀, -SO₂-(C₁-C₄ alkyl), =O, or
 C₁-C₆ alkyl, C₂-C₆ alkenyl, C₂-C₆ alkynyl or C₃-C₇ cycloalkyl,
 each of which is optionally substituted with 1, 2, or 3
 R₂₀₅ groups;

R₂₁₅ at each occurrence is independently selected from C₁-C₆
 alkyl, -(CH₂)₀₋₂-(aryl), C₂-C₆ alkenyl, C₂-C₆ alkynyl, C₃-C₇
 cycloalkyl, and ~~-(CH₂)₀₋₂-(heteroaryl),~~ -(CH₂)₀₋₂-
 (heterocyclyl), wherein
 the aryl group at each occurrence is optionally substituted
 with 1, 2, or 3 groups that are independently R₂₀₅ or
 R₂₁₀, and wherein
 the heterocyclyl ~~and heteroaryl~~ groups at each occurrence
 are optionally substituted with 1, 2, or 3 R₂₁₀;

R₂₂₀ and R₂₂₅ at each occurrence are independently selected from -H, -C₃-C₇ cycloalkyl, -(C₁-C₂ alkyl)-(C₃-C₇ cycloalkyl), -(C₁-C₆ alkyl)-O-(C₁-C₃ alkyl), -C₂-C₆ alkenyl, -C₂-C₆ alkynyl, and -C₁-C₆ alkyl chain with one double bond and one triple bond, ~~aryl, heteroaryl, and heterocyclyl~~, or -C₁-C₁₀ alkyl optionally substituted with -OH, -NH₂ or halogen; ~~wherein~~
~~the aryl, heterocyclyl and heteroaryl groups at each occurrence are optionally substituted with 1, 2, or 3~~
~~R₂₇₀ groups~~

R₂₃₅ and R₂₄₀ at each occurrence are independently H, or C₁-C₆ alkyl;

R₂₄₅ and R₂₅₀ at each occurrence are independently selected from -H, C₁-C₄ alkyl, C₁-C₄ alkylaryl, C₁-C₄ alkylheteroaryl, C₁-C₄ hydroxyalkyl, C₁-C₄ alkoxy, C₁-C₄ haloalkoxy, -(CH₂)₀₋₄-C₃-C₇ cycloalkyl, C₂-C₆ alkenyl, C₂-C₆ alkynyl, and phenyl; or

R₂₄₅ and R₂₅₀ are taken together with the carbon to which they are attached to form a carbocycle of 3, 4, 5, 6, or 7 carbon atoms, where one carbon atom is optionally replaced by a heteroatom selected from -O-, -S-, -SO₂-, and -NR₂₂₀-;

R₂₅₅ and R₂₆₀ at each occurrence are independently selected from -H, -(CH₂)₁₋₂-S(O)₀₋₂-(C₁-C₆ alkyl), -(C₁-C₄ alkyl)-aryl, -(C₁-C₄ alkyl)-heteroaryl, -(C₁-C₄ alkyl)-heterocyclyl, -aryl, -heteroaryl, -heterocyclyl, -(CH₂)₁₋₄-R₂₆₅-(CH₂)₀₋₄-aryl, -(CH₂)₁₋₄-R₂₆₅-(CH₂)₀₋₄-heteroaryl, -(CH₂)₁₋₄-R₂₆₅-(CH₂)₀₋₄-heterocyclyl, or C₁-C₆ alkyl, C₂-C₆ alkenyl, C₂-C₆ alkynyl or -(CH₂)₀₋₄-C₃-C₇ cycloalkyl, each of which is optionally substituted with 1, 2, or 3 R₂₀₅ groups, wherein each aryl or phenyl is optionally substituted with 1, 2, or 3 groups that are independently R₂₀₅, R₂₁₀, or C₁-C₆ alkyl substituted with 1, 2, or 3 groups that are independently R₂₀₅ or R₂₁₀, and wherein

each heterocyclyl is optionally substituted with 1, 2, 3, or 4 R₂₁₀;

R₂₆₅ at each occurrence is independently -O-, -S- or -N(C₁-C₆ alkyl)-;

~~R₂₇₀ at each occurrence is independently R₂₀₅, halogen C₁-C₆ alkoxy, C₁-C₆ haloalkoxy, NR₂₃₅R₂₄₀, -OH, -C≡N, -CO-(C₁-C₄ alkyl), -SO₂-NR₂₃₅R₂₄₀, -CO-NR₂₃₅R₂₄₀, -SO₂-(C₁-C₄ alkyl), -O, or C₁-C₆ alkyl, C₂-C₆ alkenyl, C₂-C₆ alkynyl or -(CH₂)₀₋₄-C₃-C₇ cycloalkyl, each of which is optionally substituted with 1, 2, or 3 R₂₀₅ groups;~~

R_N is R'₁₀₀, -C(=O)-NR₁₀₀-R'₁₀₀, -C(=O)-O-R'₁₀₀, -SO₂R'₁₀₀, -(CRR')₁₋₆-R'₁₀₀, -C(=O)-(CRR')₀₋₆-R₁₀₀, -C(=O)-(CRR')₁₋₆-O-R'₁₀₀, -C(=O)-(CRR')₁₋₆-S-R'₁₀₀, -C(=O)-(CRR')₁₋₆-C(=O)-R₁₀₀, -C(=O)-(CRR')₁₋₆-SO₂-R₁₀₀, or -C(=O)-(CRR')₁₋₆-NR₁₀₀-R'₁₀₀;

R₁₀₀ and R'₁₀₀ independently represent aryl, heteroaryl, ~~aryl-W~~ aryl, ~~aryl-W-heteroaryl~~, ~~aryl-W-heterocyclyl~~, ~~heteroaryl-W-aryl~~, ~~heteroaryl-W-heteroaryl~~, ~~heteroaryl-W-heterocyclyl~~, ~~heterocyclyl-W-aryl~~, ~~heterocyclyl-W-heteroaryl~~, ~~heterocyclyl-W-heterocyclyl~~, -CH[(CH₂)₀₋₂-O-R₁₅₀]- (CH₂)₀₋₂-aryl, -CH[(CH₂)₀₋₂-O-R₁₅₀]- (CH₂)₀₋₂-heterocyclyl or -CH[(CH₂)₀₋₂-O-R₁₅₀]- (CH₂)₀₋₂-heteroaryl, where the ring portions of each are optionally substituted with 1, 2, or 3 groups independently selected from

-OR, -NO₂, halogen, -C≡N, -OCF₃, -CF₃, -(CH₂)₀₋₄-O-P(=O)(OR)(OR'), -(CH₂)₀₋₄-CO-NR₁₀₅R'₁₀₅, -(CH₂)₀₋₄-O-(CH₂)₀₋₄-CONR₁₀₂R'₁₀₂', -(CH₂)₀₋₄-CO-(C₁-C₁₂ alkyl), -(CH₂)₀₋₄-CO-(C₂-C₁₂ alkenyl), -(CH₂)₀₋₄-CO-(C₂-C₁₂ alkynyl), -(CH₂)₀₋₄-CO-(CH₂)₀₋₄-(C₃-C₇ cycloalkyl), -(CH₂)₀₋₄-R₁₁₀, -(CH₂)₀₋₄-R₁₂₀, -(CH₂)₀₋₄-R₁₃₀, -(CH₂)₀₋₄-CO-R₁₁₀, -(CH₂)₀₋₄-CO-R₁₂₀, -(CH₂)₀₋₄-CO-R₁₃₀, -(CH₂)₀₋₄-CO-R₁₄₀, -(CH₂)₀₋₄-CO-O-R₁₅₀, -(CH₂)₀₋₄-SO₂-NR₁₀₅R'₁₀₅, -(CH₂)₀₋₄-SO-(C₁-C₈ alkyl), -(CH₂)₀₋₄-SO₂-(C₁-C₁₂ alkyl), -(CH₂)₀₋₄-SO₂-(CH₂)₀₋₄-(C₃-C₇ cycloalkyl), -(CH₂)₀₋₄-N(R₁₅₀)-CO-O-R₁₅₀, -(CH₂)₀₋₄-N(R₁₅₀)-CO-N(R₁₅₀)₂,

$-(CH_2)_{0-4}-N(R_{150})-CS-N(R_{150})_2$, $-(CH_2)_{0-4}-N(R_{150})-CO-R_{105}$,
 $-(CH_2)_{0-4}-NR_{105}R'_{105}$, $-(CH_2)_{0-4}-R_{140}$, $-(CH_2)_{0-4}-O-CO-(C_1-C_6$
 alkyl), $-(CH_2)_{0-4}-O-P(O)-(O-R_{110})_2$, $-(CH_2)_{0-4}-O-CO-N(R_{150})_2$,
 $-(CH_2)_{0-4}-O-CS-N(R_{150})_2$, $-(CH_2)_{0-4}-O-(R_{150})$, $-(CH_2)_{0-4}-O-$
 $R_{150}'-COOH$, $-(CH_2)_{0-4}-S-(R_{150})$, $-(CH_2)_{0-4}-N(R_{150})-SO_2-R_{105}$,
 $-(CH_2)_{0-4}-C_3-C_7$ cycloalkyl, (C_1-C_6) alkyl, (C_2-C_{10}) alkenyl,
 or (C_2-C_{10}) alkynyl, or

R_{100} is C_1-C_{10} alkyl optionally substituted with 1, 2, or 3 R_{115} groups, or

~~R_{100} is (C_1-C_6) alkyl- $O-C_1-C_6$ alkyl or (C_1-C_6) alkyl- $S-(C_1-C_6$~~
~~alkyl), each of which is optionally substituted with 1, 2,~~
~~or 3 R_{115} groups, or~~

~~R_{100} is C_2-C_8 cycloalkyl optionally substituted with 1, 2, or 3~~
 ~~R_{115} groups;~~

W is $-(CH_2)_{0-4}-$, $-O-$, $-S(O)_{0-2}-$, $-N(R_{135})-$, $-CR(OH)-$ or $-C(O)-$;

R_{102} and R_{102}' independently are hydrogen, or

C_1-C_{10} alkyl optionally substituted with 1, 2, or 3 groups
 that are independently halogen, aryl or $-R_{110}$;

R_{105} and R'_{105} independently represent $-H$, $-R_{110}$, $-R_{120}$, C_3-C_7
 cycloalkyl, $-(C_1-C_2)$ alkyl- (C_3-C_7) cycloalkyl, $-(C_1-C_6)$ alkyl-
 $O-(C_1-C_3)$ alkyl, C_2-C_6 alkenyl, C_2-C_6 alkynyl, or C_1-C_6 alkyl
 chain with one double bond and one triple bond, or
 C_1-C_6 alkyl optionally substituted with $-OH$ or $-NH_2$; or,
 C_1-C_6 alkyl optionally substituted with 1, 2, or 3 groups
 independently selected from halogen, or

R_{105} and R'_{105} together with the atom to which they are attached
 form a 3 to 7 membered carbocyclic ring, where one member is
 optionally a heteratom selected from $-O-$, $-S(O)_{0-2}-$,
 $-N(R_{135})-$, the ring being optionally substituted with 1, 2 or
 three R_{140} groups;

R_{115} at each occurrence is independently halogen, $-OH$, $-CO_2R_{102}$,
 $-C_1-C_6$ thioalkoxy, $-CO_2$ -phenyl, $-NR_{105}R'_{135}$, $-SO_2-(C_1-C_8)$ alkyl),
 $-C(=O)R_{180}$, R_{180} , $-CONR_{105}R'_{105}$, $-SO_2NR_{105}R'_{105}$, $-NH-CO-(C_1-C_6$

- alkyl), -NH-C(=O)-OH, -NH-C(=O)-OR, -NH-C(=O)-O-phenyl, -O-C(=O)-(C₁-C₆ alkyl), -O-C(=O)-amino, -O-C(=O)-mono- or dialkylamino, -O-C(=O)-phenyl, -O-(C₁-C₆ alkyl)-CO₂H, -NH-SO₂-(C₁-C₆ alkyl), C₁-C₆ alkoxy or C₁-C₆ haloalkoxy;
- R₁₃₅ is C₁-C₆ alkyl, C₂-C₆ alkenyl, C₂-C₆ alkynyl, C₃-C₇ cycloalkyl, -(CH₂)₀₋₂-(aryl), -(CH₂)₀₋₂-(heteroaryl), or -(CH₂)₀₋₂-(heterocyclyl);
- R₁₄₀ is heterocyclyl optionally substituted with 1, 2, 3, or 4 groups independently selected from C₁-C₆ alkyl, C₁-C₆ alkoxy, halogen, hydroxy, cyano, nitro, amino, mono(C₁-C₆)alkylamino, di(C₁-C₆)alkylamino, C₂-C₆ alkenyl, C₂-C₆ alkynyl, C₁-C₆ haloalkyl, C₁-C₆ haloalkoxy, amino(C₁-C₆)alkyl, mono(C₁-C₆)alkylamino(C₁-C₆)alkyl, di(C₁-C₆)alkylamino(C₁-C₆)alkyl, and =O;
- R₁₅₀ is hydrogen, C₃-C₇ cycloalkyl, -(C₁-C₂ alkyl)-(C₃-C₇ cycloalkyl), C₂-C₆ alkenyl, C₂-C₆ alkynyl, C₁-C₆ alkyl with one double bond and one triple bond, -R₁₁₀, -R₁₂₀, or C₁-C₆ alkyl optionally substituted with 1, 2, 3, or 4 groups independently selected from -OH, -NH₂, C₁-C₃ alkoxy, R₁₁₀, and halogen;
- R_{150'} is C₃-C₇ cycloalkyl, -(C₁-C₃ alkyl)-(C₃-C₇ cycloalkyl), C₂-C₆ alkenyl, C₂-C₆ alkynyl, C₁-C₆ alkyl with one double bond and one triple bond, -R₁₁₀, -R₁₂₀, or C₁-C₆ alkyl optionally substituted with 1, 2, 3, or 4 groups independently selected from -OH, -NH₂, C₁-C₃ alkoxy, R₁₁₀, and halogen;
- R₁₈₀ is selected from morpholinyl, thiomorpholinyl, piperazinyl, piperidinyl, homomorpholinyl, homothiomorpholinyl, homothiomorpholinyl S-oxide, homothiomorpholinyl S,S-dioxide, pyrrolinyl and pyrrolidinyl, each of which is optionally substituted with 1, 2, 3, or 4 groups independently selected from C₁-C₆ alkyl, C₁-C₆ alkoxy, halogen, hydroxy, cyano, nitro, amino, mono(C₁-

C₆)alkylamino, di(C₁-C₆)alkylamino, C₂-C₆ alkenyl, C₂-C₆ alkynyl, C₁-C₆ haloalkyl, C₁-C₆ haloalkoxy, amino(C₁-C₆)alkyl, mono(C₁-C₆)alkylamino(C₁-C₆)alkyl, di(C₁-C₆)alkylamino(C₁-C₆)alkyl, and =O;

R₁₁₀ is aryl optionally substituted with 1 or 2 R₁₂₅ groups;

R₁₂₅ at each occurrence is independently halogen, amino, mono- or dialkylamino, -OH, -C≡N, -SO₂-NH₂, -SO₂-NH-C₁-C₆ alkyl, -SO₂-N(C₁-C₆ alkyl)₂, -SO₂-(C₁-C₄ alkyl), -CO-NH₂, -CO-NH-C₁-C₆ alkyl, or -CO-N(C₁-C₆ alkyl)₂, or

C₁-C₆ alkyl, C₂-C₆ alkenyl or C₂-C₆ alkynyl, each of which is optionally substituted with 1, 2, or 3 groups that are independently selected from C₁-C₃ alkyl, halogen, -OH, -SH, -C≡N, -CF₃, C₁-C₃ alkoxy, amino, and mono- and dialkylamino, or

C₁-C₆ alkoxy optionally substituted with one, two or three of halogen;

R₁₂₀ is heteroaryl, which is optionally substituted with 1 or 2 R₁₂₅ groups; and

R₁₃₀ is heterocyclyl optionally substituted with 1 or 2 R₁₂₅ groups; and

R₂ is H; and

R₃ is H.

2-4. (Canceled)

5. (previously presented) A compound according to claim 1, wherein R₁ is

-C₁-C₆ alkyl-aryl, -C₁-C₆ alkyl-heteroaryl, or -C₁-C₆ alkyl-heterocyclyl, where the ring portions of each are optionally substituted with 1, 2, 3, or 4 groups independently selected from halogen, -OH, -SH, -C≡N, -NO₂, -NR₁₀₅R'₁₀₅, -CO₂R, -N(R)COR', -N(R)SO₂R', -C(=O)-(C₁-C₄) alkyl, -SO₂-amino, -SO₂-mono or

dialkylamino, -C(=O)-amino, -C(=O)-mono or dialkylamino, -SO₂-(C₁-C₄) alkyl, or

C₁-C₆ alkoxy optionally substituted with 1, 2, or 3 groups which are independently selected from halogen.

6. (Original) A compound according to claim 1 wherein:

R_N is -C(=O)-R₁₀₀; and

R₁₀₀ represents aryl, or heteroaryl, where the ring portions of each are optionally substituted with 1, 2, or 3 groups independently selected from

-OR, -NO₂, C₁-C₆ alkyl, halogen, -C≡N, -OCF₃, -CF₃, -(CH₂)₀₋₄-O-P(=O)(OR)(OR'), -(CH₂)₀₋₄-CO-NR₁₀₅R'₁₀₅, -(CH₂)₀₋₄-O-(CH₂)₀₋₄-CONR₁₀₂R'₁₀₂, -(CH₂)₀₋₄-CO-(C₁-C₁₂ alkyl), -(CH₂)₀₋₄-CO-(C₂-C₁₂ alkenyl), -(CH₂)₀₋₄-CO-(C₂-C₁₂ alkynyl), -(CH₂)₀₋₄-CO-(CH₂)₀₋₄-(C₃-C₇ cycloalkyl), -(CH₂)₀₋₄-R₁₁₀, -(CH₂)₀₋₄-R₁₂₀, -(CH₂)₀₋₄-R₁₃₀, -(CH₂)₀₋₄-CO-R₁₁₀, -(CH₂)₀₋₄-CO-R₁₂₀, -(CH₂)₀₋₄-CO-R₁₃₀, -(CH₂)₀₋₄-CO-R₁₄₀, -(CH₂)₀₋₄-CO-O-R₁₅₀, -(CH₂)₀₋₄-SO₂-NR₁₀₅R'₁₀₅, -(CH₂)₀₋₄-SO-(C₁-C₈ alkyl), -(CH₂)₀₋₄-SO₂-(C₁-C₁₂ alkyl), -(CH₂)₀₋₄-SO₂-(CH₂)₀₋₄-(C₃-C₇ cycloalkyl), -(CH₂)₀₋₄-N(R₁₅₀)-CO-O-R₁₅₀, -(CH₂)₀₋₄-N(R₁₅₀)-CO-N(R₁₅₀)₂, -(CH₂)₀₋₄-N(R₁₅₀)-CS-N(R₁₅₀)₂, -(CH₂)₀₋₄-N(R₁₅₀)-CO-R₁₀₅, -(CH₂)₀₋₄-NR₁₀₅R'₁₀₅, -(CH₂)₀₋₄-R₁₄₀, -(CH₂)₀₋₄-O-CO-(C₁-C₆ alkyl), -(CH₂)₀₋₄-O-P(O)-(O-R₁₁₀)₂, -(CH₂)₀₋₄-O-CO-N(R₁₅₀)₂, -(CH₂)₀₋₄-O-CS-N(R₁₅₀)₂, -(CH₂)₀₋₄-O-(R₁₅₀), -(CH₂)₀₋₄-O-R₁₅₀'-COOH, -(CH₂)₀₋₄-S-(R₁₅₀), -(CH₂)₀₋₄-N(R₁₅₀)-SO₂-R₁₀₅, -(CH₂)₀₋₄-C₃-C₇ cycloalkyl, (C₂-C₁₀) alkenyl, or (C₂-C₁₀) alkynyl.

7. (previously presented) A compound according to claim 1 wherein:

R_C is hydrogen, -(CR₂₄₅R₂₅₀)₀₋₄-aryl, -(CR₂₄₅R₂₅₀)₀₋₄-heteroaryl, -(CR₂₄₅R₂₅₀)₀₋₄-heterocyclyl, wherein

each aryl and heteroaryl is optionally substituted with 1, 2, or 3 R₂₀₀, and wherein each heterocyclyl is optionally substituted with 1, 2, 3, or 4 independently selected R₂₁₀ groups.

8. (Canceled)

9. (Previously Presented) A compound according to claim 1 selected from the group consisting of:

N-(3,5-difluorobenzyl)-N-{(2R)-2-hydroxy-3-[(3-iodobenzyl)amino]propyl}-5-methyl-N',N'-dipropylisophthalamide;

N-[2-(3,5-difluorophenyl)ethyl]-N-{(2R)-2-hydroxy-3-[(3-iodobenzyl)amino]propyl}-5-methyl-N',N'-dipropylisophthalamide;

3-[[2-(3,5-difluorophenyl)ethyl]{(2R)-2-hydroxy-3-[(3-iodobenzyl)amino]propyl}amino)sulfonyl]-N,N-dipropylbenzamide;

N-(3,5-difluorobenzyl)-N-((2R)-3-[[4R)-6-ethyl-2,2-dioxido-3,4-dihydro-1H-isothiochromen-4-yl]amino]-2-hydroxypropyl)-5-methyl-N',N'-dipropylisophthalamide;

N-[2-(3,5-difluorophenyl)ethyl]-N-((2R)-3-[[4R)-6-ethyl-2,2-dioxido-3,4-dihydro-1H-isothiochromen-4-yl]amino]-2-hydroxypropyl)-5-methyl-N',N'-dipropylisophthalamide;

3-[[[2-(3,5-difluorophenyl)ethyl]{(2R)-3-[[4R)-6-ethyl-2,2-dioxido-3,4-dihydro-1H-isothiochromen-4-yl]amino]-2-hydroxypropyl}amino)sulfonyl]-N,N-dipropylbenzamide;

N-(3,5-difluorobenzyl)-N-{(2R)-2-hydroxy-3-[(3-iodobenzyl)amino]propyl}-N',N',5-trimethylisophthalamide;

N-[2-(3,5-difluorophenyl)ethyl]-N-{(2R)-2-hydroxy-3-[(3-iodobenzyl)amino]propyl}-N',N',5-trimethylisophthalamide;

3-[[[2-(3,5-difluorophenyl)ethyl]{(2R)-2-hydroxy-3-[(3-iodobenzyl)amino]propyl}amino)sulfonyl]-N,N-dimethylbenzamide;

N-(3,5-difluorobenzyl)-N-((2R)-3-[[4R)-6-ethyl-2,2-dioxido-3,4-dihydro-1H-isothiochromen-4-yl]amino)-2-hydroxypropyl)-N',N',5-trimethylisophthalamide;

N-[2-(3,5-difluorophenyl)ethyl]-*N*-((2*R*)-3-{[(4*R*)-6-ethyl-2,2-dioxido-3,4-dihydro-1*H*-isothiochromen-4-yl]amino}-2-hydroxypropyl)-*N'*,*N'*,5-trimethylisophthalamide;

3-{[[2-(3,5-difluorophenyl)ethyl]((2*R*)-3-{[(4*R*)-6-ethyl-2,2-dioxido-3,4-dihydro-1*H*-isothiochromen-4-yl]amino}-2-hydroxypropyl)amino]sulfonyl}-*N,N*-dimethylbenzamide;

N-(3-chloro-5-fluorobenzyl)-*N*-{(2*R*)-2-hydroxy-3-[(3-iodobenzyl)amino]propyl}-5-methyl-*N'*,*N'*-dipropylisophthalamide;

N-[2-(3-chloro-5-fluorophenyl)ethyl]-*N*-{(2*R*)-2-hydroxy-3-[(3-iodobenzyl)amino]propyl}-5-methyl-*N'*,*N'*-dipropylisophthalamide;

3-[[2-(3-chloro-5-fluorophenyl)ethyl]{(2*R*)-2-hydroxy-3-[(3-iodobenzyl)amino]propyl}amino)sulfonyl]-*N,N*-dipropylbenzamide;

N-(3-chloro-5-fluorobenzyl)-*N*-((2*R*)-3-{[(4*R*)-6-ethyl-2,2-dioxido-3,4-dihydro-1*H*-isothiochromen-4-yl]amino}-2-hydroxypropyl)-5-methyl-*N'*,*N'*-dipropylisophthalamide;

N-[2-(3-chloro-5-fluorophenyl)ethyl]-*N*-((2*R*)-3-{[(4*R*)-6-ethyl-2,2-dioxido-3,4-dihydro-1*H*-isothiochromen-4-yl]amino}-2-hydroxypropyl)-5-methyl-*N'*,*N'*-dipropylisophthalamide;

3-{[[2-(3-chloro-5-fluorophenyl)ethyl]((2*R*)-3-{[(4*R*)-6-ethyl-2,2-dioxido-3,4-dihydro-1*H*-isothiochromen-4-yl]amino}-2-hydroxypropyl)amino]sulfonyl}-*N,N*-dipropylbenzamide;

N-[(2*R*)-3-(benzylamino)-2-hydroxypropyl]-*N*-(3,5-difluorobenzyl)-5-methyl-*N'*,*N'*-dipropylisophthalamide;

N-[(2*R*)-3-(benzylamino)-2-hydroxypropyl]-*N*-[2-(3,5-difluorophenyl)ethyl]-5-methyl-*N'*,*N'*-dipropylisophthalamide;

3-({[(2*R*)-3-(benzylamino)-2-hydroxypropyl][2-(3,5-difluorophenyl)ethyl]amino)sulfonyl)-*N,N*-dipropylbenzamide; and salts thereof.

10. (Previously Presented) A pharmaceutical composition comprising a compound according to claim 1, in combination with a physiologically acceptable carrier or excipient.

11-12. (Canceled)

13. (Withdrawn) A method for treating a patient who has, or in preventing a patient from getting, a disease or condition selected from the group consisting of Alzheimer's disease, for helping prevent or delay the onset of Alzheimer's disease, for treating patients with mild cognitive impairment (MCI) and preventing or delaying the onset of Alzheimer's disease in those who would progress from MCI to AD, for treating Down's syndrome, for treating humans who have Hereditary Cerebral Hemorrhage with Amyloidosis of the Dutch-Type, for treating cerebral amyloid angiopathy and preventing its potential consequences, i.e. single and recurrent lobar hemorrhages, for treating other degenerative dementias, including dementias of mixed vascular and degenerative origin, dementia associated with Parkinson's disease, dementia associated with progressive supranuclear palsy, dementia associated with cortical basal degeneration, or diffuse Lewy body type of Alzheimer's disease and who is in need of such treatment, comprising administering to such patient a therapeutically effective amount of a compound of claim 1.

14. (Withdrawn) A method for the treatment or prevention of Alzheimer's disease, mild cognitive impairment Down's syndrome, Hereditary Cerebral Hemorrhage with Amyloidosis of the Dutch-Type, cerebral amyloid angiopathy, other degenerative dementias, dementias of mixed vascular and degenerative origin, dementia associated with Parkinson's disease, dementia associated with progressive supranuclear palsy, dementia associated with cortical basal degeneration, diffuse Lewy body type of Alzheimer's disease

comprising administration of a therapeutically effective amount of a compound or salt according to Claim 1, to a patient in need thereof.

15. (Withdrawn) A method for making a compound of claim 1.